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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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**In re:** ::Chapter 11 Case No.  
::  
::05-17923 (ASH)  
::  
**DELTA AIR LINES, INC., et. al.,** : (Jointly Administered)

**Reorganized Debtors.**

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**COUNTERDESIGNATION OF RECORD ON APPEAL FROM ORDER  
CONFIRMING DEBTORS' JOINT PLAN OF REORGANIZATION  
UNDER CHAPTER 11 OF THE BANKRUPTCY CODE, ENTERED BY  
THE BANKRUPTCY COURT ON APRIL 25, 2007 [DOCKET NO. 5998]  
ON BEHALF OF DEBTORS, KENTON COUNTY AIRPORT BOARD,  
UMB BANK, N.A. AS INDENTURE TRUSTEE, AND THE POST-  
EFFECTIVE COMMITTEE OF UNSECURED CREDITORS**

Delta Air Lines, Inc. ("Delta") and those of its subsidiaries that are  
reorganized debtors in these proceedings (collectively, the "Debtors"),<sup>1</sup> the  
Kenton County Airport Board ("KCAB"), U.M.B. Bank, as Indenture Trustee,

<sup>1</sup> The Reorganized Debtors are the following entities: ASA Holdings, Inc.; Comair Holdings, LLC; Comair, Inc.; Comair Services, Inc.; Crown Rooms, Inc.; DAL Aircraft Trading, Inc.; DAL Global Services, LLC; DAL Moscow, Inc.; Delta AirElite Business Jets, Inc.; Delta Air Lines, Inc.; Delta Benefits Management, Inc.; Delta Connection Academy, Inc.; Delta Corporate Identity, Inc.; Delta Loyalty Management Services, LLC; Delta Technology, LLC; Delta Ventures III, LLC; Epsilon Trading, LLC; Kappa Capital Management, Inc.; and Song, LLC.

and the Post-Effective Committee of Unsecured Creditors (the “Committee”), by and through their undersigned attorneys, hereby submit, pursuant to Federal Rule of Bankruptcy Procedure 8006, the following counter-designation of additional items to be included in the record on appeal to the United States District Court for the Southern District of New York with respect to that Order of the United States Bankruptcy Court for the Southern District of New York (the “Order”) dated April 25, 2006 [Docket No. 5998] confirming the Debtors’ joint plan of reorganization under chapter 11 of the Bankruptcy Code.

**Counter-Designation of Additional Items to Be Included  
in the Record on Appeal**

Pursuant to Federal Rule of Bankruptcy Procedure 8006, the Debtors, KCAB, U.M.B. Bank, N.A., and the Committee counter-designate the following additional items to be included in the record on appeal:

<b>Date</b>	<b>Docket Number</b>	<b>Pleading</b>
1/9/07	4096	Re-Notice of Hearing
2/22/07	5585	Transcript of February 22, 2007 Hearing before The Honorable Adlai S. Hardin, United States Bankruptcy Court, Southern District of New York
3/13/07	5193	Supplemental Statement of White & Case LLP Pursuant to Bankruptcy Code 2019
3/27/07	5459	Second Supplemental Statement of White & Case LLP Pursuant to Bankruptcy Code 2019
4/25/07	5978	Third Supplemental Statement of White & Case LLP Pursuant to Bankruptcy Code 2019
5/4/07	6095	Fourth Supplemental Statement of White & Case LLP Pursuant to Bankruptcy Code 2019

4/18/07	5822	Certification of Jane Sullivan of Financial Balloting Group LLC with Respect to the Tabulation of Votes on the Debtors' Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code
4/27/07	6023	Order Denying Application of Objecting Bondholders For Stay Pending Appeal of This Court's Order (I) Approving Settlement Agreement Pursuant to Federal Rule of Bankruptcy Procedure 9019, (II) Approving the Rejection of Certain Agreements Under Section 365 and (III) Authorizing the Entry into Certain New Agreements Under Section 363
4/4/07		Deposition Transcript of Frank Bramwell (highlighted portions as agreed to and designated by the parties)
4/6/07		Deposition Transcript of Robert F. Holscher (highlighted portions as agreed to and designated by the parties)
4/10/07		Deposition Transcript of Jay Turney (highlighted portions as agreed to and designated by the parties)
4/17/07	5750	Reply and Opposition of the Kenton County Airport Board to the Preliminary (Docket No. 5196) and Supplemental (Docket No. 5710) Objections of the Ad Hoc Committee of Kenton County Bondholders to the Debtors' Motion Pursuant to Bankruptcy Rule 9019 and Bankruptcy Code Sections 105, 363 and 365 for Entry of an Order (I) Approving Settlement Agreement; (II) Approving the Rejection of Certain Agreements; and (III) Authorizing the Entry Into Certain New Agreements (Docket No. 5050)
4/17/07	5751	Reply of UMB Bank, N.A. as Indenture Trustee, in Support of the Debtors' Motion Pursuant to Bankruptcy Rule 9019 and

		Bankruptcy Code Sections 105, 363 and 365 for Entry of an Order (I) Approving Settlement Agreement; (II) Approving the Rejection of Certain Agreements; and (III) Authorizing Entry Into New Agreements (Relates to Docket No. 5050, 5196, 5611)
4/17/07	5765	Joinder of the Official Committee of Unsecured Creditors to the Debtors Reply in Support of Their Motion Pursuant to Bankruptcy Rule 9019 and Bankruptcy Code Sections 105, 363 and 365 for Entry of an Order (I) Approving Settlement Agreement; (II) Approving the Rejection of Certain Agreements; and (III) Authorizing the Entry Into Certain New Agreements
4/23/07	5863	Declaration of Timothy R. Coleman in Support of the Confirmation of the Debtors' Joint Plan of Reorganization under Chapter 11 of the Bankruptcy Code
4/23/07	5863	Declaration of Edward H. Bastian in Support of Confirmation of the Debtors' Joint Plan of Reorganization under Chapter 11 of the Bankruptcy Code
4/26/07	6138	Transcript of April 26, 2007 hearing on Motion for Stay Pending Appeal Re: KCAB/CVG Settlement

New York, NY  
Dated: May 21, 2007

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